

RECORDATION NO. 7010-H Filed & Recorded

AUG 18 1980 -2 10 PM

INTERSTATE COMMERCE COMMISSION

Pullman Incorporated

RECORDATION NO. 7010-I Filed & Recorded

AUG 18 1980 -2 10 PM

INTERSTATE COMMERCE COMMISSION

200 South Michigan Avenue  
Chicago, Illinois 60604  
(312) 322-7049  
Telex 25-4036

No. 231A080

Date AUG 18 1980

Fee \$ 20.00

ICC Washington, D. C.

William O. Eldridge  
Attorney

August 12, 1980

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

Re: Filing  
Pullman Leasing Company  
Supplemental Agreements No. 7 & 8  
Equipment Trust Agreement  
Dated as of April 1, 1973  
(Series 4)

Dear Mr. Secretary:

Enclosed for recording under Section 49 U.S.C. 11303 are executed counterparts Numbered 3, 4 and 5 of Supplemental Agreement No. 7, and counterparts numbered 3, 4 and 5 of Supplemental Agreement No. 8 (hereinafter referred to as the "Supplements"), dated as of March 31, 1980 and June 12, 1980, respectively, to the Equipment Trust Agreement, (hereinafter referred to as the "Agreement"), dated as of April 1, 1973, between The Chase Manhattan Bank, as Trustee, 1 New York Plaza, New York, New York 10015, and Pullman Transport Leasing Company, (presently known as Pullman Leasing Company), 200 South Michigan Avenue, Chicago, Illinois 60604. The Agreement was filed with the Commission on April 30, 1973, and was assigned Recordation Number 7010. Supplemental Agreement No. 1, dated as of September 1, 1974, was filed with the Commission on October 29, 1974, and was assigned Recordation Number 7010-B. Supplemental Agreement No. 2, dated as of January 21, 1976, was filed with the Commission on July 12, 1976, and was assigned Recordation Number 7010-C. Supplemental Agreement No. 3, dated as of June 10, 1976, was filed with the Commission on November 15, 1976, and was assigned Recordation Number 7010-D. Supplemental Agreement No. 4, dated as of November 1, 1977, was filed with the Commission on March 9, 1978, and was assigned Recordation Number 7010-E. Supplemental Agreement No. 5, dated as of March 13, 1979, was filed with the Commission on September 4, 1979, and was assigned Recordation Number 7010-F. Supplemental Agreement No. 6, dated as of December 4, 1979, was filed with the Commission on February 8, 1980, and was assigned Recordation Number 7010-G.

FILED  
T.O.C.  
AUG 18 1980

Counterpart to Mary K. Henderson

Pullman Incorporated

Secretary  
Interstate Commerce Commission  
August 12, 1980  
Page Two

Under the Agreement, the Trustee leases the Trust Equipment described therein to the Pullman Leasing Company, formerly known as Pullman Transport Leasing Company.


The Supplements were entered into by Pullman Leasing Company and the Trustee for the purpose of deleting from the Agreement units of the Trust Equipment which have become worn out, unsuitable for use, lost or destroyed, and to substitute, therefor, other units of Equipment.

I am, also, enclosing a Pullman Leasing Company check payable to the order of the Interstate Commerce Commission in the amount of \$20.00 as the recording fees for recording the Supplements.

Pursuant to the Commission's rules and regulations for recording of certain documents under Section 49 U.S.C. 11303, please duly file two of the enclosed counterparts of each of the Supplements for record in your office and return the remaining copy, together with the Certificates of Recording, to the messenger making this delivery.

If you have any question concerning this request, please call me collect.

Very truly yours,



WOE:ab  
Enclosures

# Interstate Commerce Commission

Washington, D.C. 20423

## OFFICE OF THE SECRETARY

Pullman Inc  
William O. Eldridge  
200 South Michigan Avenue  
Chicago, Illinois 60604

Dear **Sir**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **8/18/80** at **2:10pm**, and assigned re-recording number(s). **7010-H, and 7010-I**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

AUG 18 1980 -2 10 PM

INTERSTATE COMMERCE COMMISSION

EXECUTED IN 6 COUNTERPARTS

COUNTERPART NO. **5**

PULLMAN TRANSPORT LEASING COMPANY

EQUIPMENT TRUST

(Series 4)

SUPPLEMENTAL AGREEMENT NO. 7

Dated as of March 11, 1980

TO

Equipment Trust Agreement

Dated as of April 1, 1973

BY AND BETWEEN

The Chase Manhattan Bank  
(National Association)  
Trustee

AND

Pullman Transport Leasing Company  
(Presently known as Pullman Leasing Company)

SUPPLEMENTAL AGREEMENT NO. 7

EQUIPMENT TRUST AGREEMENT

DATED AS OF April 1, 1973

(Series 4)

This Supplemental Agreement, (hereinafter called the "Supplemental Agreement"), dated as of March 11, 1980, by and between The Chase Manhattan Bank (National Association), a national banking association incorporated and existing under the laws of the United States, as Trustee, (hereinafter called the "Trustee"), and Pullman Leasing Company, formerly known as Pullman Transport Leasing Company, a corporation duly organized and existing under the laws of the State of Delaware, (hereinafter called the "Company").

WHEREAS, the Trustee, and the Company entered into an Equipment Trust Agreement dated as of April 1, 1973, and have heretofore amended such Equipment Trust Agreement, (which Equipment Trust Agreement as so amended is hereinafter called the "Equipment Trust Agreement"); and

WHEREAS, Section 7.06 of the Equipment Trust Agreement authorizes the Trustee and the Company to enter into an agreement or agreements supplemental to the Equipment Trust Agreement which do not adversely affect the interests of the holders of Trust Certificates, as defined in the Equipment Trust Agreement, without the consent of such holders; and

WHEREAS, pursuant to the provisions of Section 7.06 of the Equipment Trust Agreement, the Trustee and the Company heretofore have entered into Supplemental Agreement No. 1 dated as of September 1, 1974; Supplemental Agreement No. 2 dated as of January 21, 1976; Supplemental Agreement No. 3 dated as of June 10, 1976; Supplemental Agreement No. 4 dated as of November 1, 1977; Supplemental Agreement No. 5 dated as of March 13, 1979, and Supplemental Agreement No. 6 dated as of December 4, 1979; and

WHEREAS, pursuant to Supplemental Agreement No. 1 dated as of September 1, 1974 the units of Equipment described in Schedule B hereto were conveyed by the Company to the Trustee

by Bill of Sale dated as of November 5, 1974 in accordance with Section 4.07 of the Equipment Trust Agreement in substitution for the anticipated transfer by the Trustee to the Company of units of Trust Equipment which had become worn out, unsuitable for use, lost or destroyed; and

WHEREAS, the units of Trust Equipment which had become worn out, unsuitable for use, lost or destroyed and were referred to in said Supplemental Agreement No. 1 are described in Schedule A hereto and should have been included in said Supplemental Agreement No. 1 but were not so included through apparent oversight; and

WHEREAS, a Supplemental Agreement numbered 2 and dated as of November 1, 1974 was prepared by and executed by the Company for the purpose of deleting the units of Trust Equipment described in Schedule A hereto from the Equipment Trust Agreement in exchange for the conveyance of the units of Equipment described in Schedule B hereto but said Supplemental Agreement No. 2 was not executed by the Trustee through apparent oversight; and

WHEREAS, the Trustee and the Company desire to enter into the Supplemental Agreement to permit the deletion of the units of Trust Equipment described in Schedule A hereto.

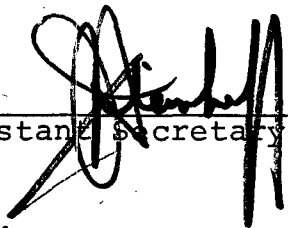
NOW, THEREFORE, in consideration of the mutual covenants and promises herein contained, the Trustee and the Company agree as follows:

1. The units of Trust Equipment which became worn out, unsuitable for use, lost or destroyed prior to November 5, 1974 and are described in Schedule A hereto are hereby deleted from Schedule I to the Equipment Trust Agreement in exchange for the units of Equipment described in Schedule B hereto which have heretofore been conveyed by the Company to the Trustee by Bill of Sale dated as of November 5, 1974 in accordance with Section 4.07 of the Equipment Trust Agreement.

2. The Equipment Trust Agreement, as further amended by the Supplemental Agreement, shall remain in full force and effect.

In Witness Whereof, the Trustee and the Company have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

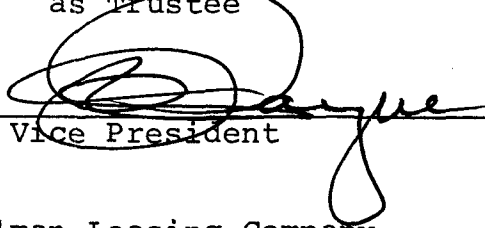
Attest:

  
\_\_\_\_\_  
Assistant Secretary

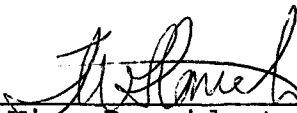
Attest:

  
\_\_\_\_\_  
Assistant Secretary

The Chase Manhattan Bank  
(National Association),  
as Trustee

BY   
\_\_\_\_\_  
Vice President

Pullman Leasing Company

BY   
\_\_\_\_\_  
Vice President

STATE OF ILLINOIS)  
 ) SS  
COUNTY OF COOK )

I, Kathleen E. Helman, a Notary Public in and for such County and State, do hereby certify that T. W. Stonich, personally known to me to be Vice President of Pullman Leasing Company, a Delaware corporation, and J. F. Reszel, personally known to me to be an Assistant Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing Supplemental Agreement, appeared before me this day in person and severally acknowledged that they signed and delivered the said instrument as Vice President and Assistant Secretary of said corporation and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation, as their free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 11th day of March, 1980.

Kathleen E. Helman  
Notary Public

My commission expires: December 21, 1982

STATE OF NEW YORK )  
 ) SS  
COUNTY OF NEW YORK)

I, Della M. Killett, a Notary Public in and for such County and State, do hereby certify that J.A. PAYNE, personally known to me to be Vice President of The Chase Manhattan Bank (National Association) and E. M. STEINHOFF, personally known to me to be Assistant Secretary of said Bank, and personally known to me to be the same persons whose names are subscribed to the foregoing Supplemental Agreement, appeared before me this day in person and severally acknowledged that they signed and delivered the said instrument as Vice President and Assistant Secretary of said Bank and caused the seal of said Bank to be affixed thereto, pursuant to authority as their free and voluntary act and as the free and voluntary act and deed of said Bank, for the uses and purposes therein set forth.

July Given under my hand and notarial seal this 28th day of , 1980.

Della M. Killett  
Notary Public

DELLA M. KILLETT  
Notary Public, State of New York  
No. 24-4659667  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires March 30, 1981



SCHEDULE A  
EQUIPMENT TRUST AGREEMENT  
DATED AS OF APRIL 1, 1973  
(Series 4)

<u>Quantity</u>	<u>Description</u>	<u>Car Numbers</u>	<u>Value November 5, 1974</u>	<u>Equipment first put into use not later than</u>
7	4750 cu. ft. capacity 100-ton covered hopper cars	PTLX 33353, 33399, 33496, 33718, 33724, 33747, 33764	\$130,137.70	April, 1973
2	4785 cu. ft. capacity 100-ton covered hopper cars	PTLX 35246, 35261	35,071.44	April, 1973
<u>9</u>			<u>\$165,209.14</u>	

SCHEDULE B  
EQUIPMENT TRUST AGREEMENT  
DATED AS OF APRIL 1, 1973  
(Series 4)

<u>Quantity</u>	<u>Description</u>	<u>Car Numbers</u>	<u>Value</u> <u>November 5, 1974</u>	<u>Equipment first</u> <u>put into use</u> <u>not later than</u>
2	4427 cu. ft. capacity 100-ton covered hopper cars	TLDX 5459, 5460	\$16,188.94	December, 1965
9	4750 cu. ft. capacity 100-ton covered hopper cars	PTLX 33065 33076 33079 33088, 33092, 33097 33098, 33099, 33105	\$17,405.93 18,017.96 17,405.93 52,212.66 52,212.66	May, 1973 November, 1973 May, 1973 May, 1973 May, 1973
<u>11</u>			<u>\$173,444.08</u>	